

**BOARD OF GOVERNORS OF THE GUILDHALL SCHOOL OF MUSIC AND
DRAMA**

Monday, 3 July 2017

Minutes of the meeting of the Board of Governors of the Guildhall School of Music
and Drama held at Committee Room - 2nd Floor West Wing, Guildhall on Monday, 3
July 2017 at 11.00 am

Present

Governors:

Deputy John Bennett	Shreela Ghosh
Vivienne Littlechild	Alderman David Graves
Deputy Michael Cassidy	Gareth Higgins
John Chapman	Jo Hensel
Christina Coker O.B.E.	Michael Hoffman
Professor Geoff Crossick	Graham Packham
Stuart Fraser	Jeremy Simons
Marianne Fredericks	Thomas Steer
	Lynne Williams

Officers:

Gemma Stokley	-	Town Clerk's Department
Julie Cornelius	-	Town Clerk's Department
Kate Smith	-	Town Clerk's Department
Neil Davies	-	Town Clerk's Department
Niki Cornwell	-	Chamberlain's Department
Sam Cook	-	Remembrancer's Office
Michael Bradley	-	City Surveyor's Department
Hannah Bibbins	-	Guildhall School of Music and Drama
Jo Hutchinson	-	Guildhall School of Music and Drama
Sian Brittain	-	Guildhall School of Music and Drama
Katharine Lewis	-	Guildhall School of Music and Drama
Jonathon Poyner	-	Guildhall School of Music and Drama
Jonathan Vaughan	-	Guildhall School of Music and Drama

Observing:

Felicity Chilton	-	Students' Union
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1. APOLOGIES

Apologies for absence were received from Sheriff & Alderman William Russell and Jeremy Mayhew.

**2. GOVERNORS' DECLARATIONS UNDER THE CODE OF CONDUCT IN
RESPECT OF ITEMS ON THE AGENDA**

There were no declarations.

3. ***ORDER OF THE COURT OF COMMON COUNCIL**

The Order of the Court of Common Council dated 27 April 2017 appointing the Board and setting out its Terms of Reference was received.

RECEIVED

4. **ELECTION OF CHAIRMAN**

In accordance with Standing Order 29, the Town Clerk read a list of names of Governors eligible to take the chair. Deputy John Bennett, being the only Governor indicating his willingness to serve, was duly elected as Chairman of the Board for the ensuing year.

5. **ELECTION OF DEPUTY CHAIRMAN**

In accordance with Standing Order 30, the Town Clerk read a list of names of Governors eligible to be Deputy Chairman. Vivienne Littlechild, being the only Governor expressing a willingness to serve, was elected Deputy Chairman for the ensuing year.

At the invitation of the Chairman, a minute's silence was held in memory of the late John Barker in recognition of his contribution to the Board and the Guildhall School.

The Chairman then noted his thanks, on behalf of the Board, for the contribution of Adam Richardson, who had been unsuccessful in the recent elections to the Court of Common Council. The Chairman then welcomed Deputy Michael Cassidy, Graham Packham and Shreela Ghosh to their first meeting.

6. **PUBLIC MINUTES**

RESOLVED – That the public minutes of the meeting held on 13 February 2017, be approved as a correct record, subject to the following amendment: Professor Crossick to be listed as Professor Geoff Crossick.

7. ***PUBLIC MINUTES OF THE NOMINATIONS COMMITTEE**

The public minutes of the Nominations Committee held on 5 May 2017 were received.

RECEIVED

8. ***PUBLIC MINUTES OF THE GOVERNANCE AND EFFECTIVENESS COMMITTEE**

The public minutes of the Governance and Effectiveness Committee meeting held on 16 June 2017 were received.

RECEIVED

9. **APPOINTMENT OF SUB COMMITTEES**

Governors considered a report of the Town Clerk regarding the appointment of Sub Committees for 2017/18. The Chairman encouraged Governors to serve on at least one Sub Committee.

In considering appointments to each Sub Committee, Governors agreed that where any vacancies were not appointed to, consideration should be given to appointing external Governors with relevant skills and expertise, particularly in the Higher Education sector. The Principal agreed to keep the Governorship of the Sub Committees under review and bring prospective candidates to the Board for consideration.

RESOLVED, that Governors,

- Note the Governorship of the Board, including the different categories of Governorship and the terms of reference of each Sub Committee.
- Appoint Christina Coker, Alderman David Graves, Graham Packham and Marianne Fredericks to the Audit & Risk Management Committee, with Christina Coker as Chairman.
- Appoint Sir Andrew Burns, Sheriff & Alderman William Russell and Jeremy Simons to the Remuneration Committee, and that the Remuneration Committee meet at least twice each year.
- Appoint Christina Coker, Jeremy Simons, Marianne Fredericks, Graham Packham, Jo Hensel and Michael Hoffman to the Nominations Committee.
- Appoint Sir Andrew Burns, Sheriff & Alderman William Russell and Michael Hoffman to the Reference Sub Committee.
- Appoint John Chapman, Sheriff & Alderman William Russell and Jeremy Simons to the Finance & Resources Committee.
- Appoint Sir Andrew Burns, Professor Geoff Crossick, Gareth Higgins and Michael Hoffman to the Governance & Effectiveness Committee.

10. **OUTSTANDING ACTIONS**

Governors considered a report of the Town Clerk regarding outstanding actions.

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11. ***APPOINTMENT OF CHAIRMEN OF SUB COMMITTEES**

Governors considered a resolution of the Policy and Resources Committee.

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12. **DRAFT CORPORATE PLAN 2018-23**

Governors considered a report of the Town Clerk regarding the draft Corporate

Plan 2018-2023 and the following points were made:

- The Head of Corporate Strategy and Performance noted that this was an early draft Corporate Plan that sought to set out the vision and values of the organisation. Comments from Governors were being collated, and feedback to date had been that the plan should include more emphasis on culture.
- Governors agreed that culture should be included within the plan and in addition, connectivity, creativity, capacity and character should be incorporated.
- A Governor said there should be specific mention of the Guildhall School of Music and Drama. It was noted that a similar point had been raised by the Culture, Heritage and Libraries Committee and as a result there was now specific mention of the Guildhall School as a world-leading Conservatoire.

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13. HIGHER EDUCATION AND RESEARCH ACT

Governors considered a report of the Remembrancer regarding the Higher Education and Research Act and developments during its parliamentary passage. These included the receipt of a Ministerial assurance that new provisions on governance would not affect the constitutional position of the School. The following points were made.

- A Governor noted that the result of the General Election may come to affect the Government's position on student migration, which had been much debated during the passage of the Act. The Governor further noted that the designated chairman of 'Research England', a new body created by the Act, was thought to be sympathetic to the arts.
- Thanks were extended to Lord Carrington of Fulham for tabling an amendment in the House of Lords addressing the position of the School in relation to the new legislation.

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14. PRINCIPAL'S GENERAL REPORT

Governors considered a report of the Principal of the Guildhall School and the following points were made.

The Principal said it was important to hear comments regarding the Strategic Plan.

- The Chairman said he was pleased to see that discussion has been held with the Aedas Arts Team regarding a re-design of the Silk Street entrance.

- In response to a question asking about development and promotion of the School, the Principal noted that it was the intention, within the next six months, to appoint an Interim Director of Advancement. This position would be offered at Vice Principal level to attract the right candidate. The role would include marketing, communications, development, public relations and promoting the School on the international stage. Money has been allocated within the budget for the post.
- A Governor noted that, whilst it was important to make the remuneration of the role as competitive as possible, the relative inflexibility of the City of London Corporation pay structure was a potential issue.
- The Chairman thanked Tom Steer for his contribution as Students' Union President. A welcome was extended to Felicity Chilton as Tom's successor.

15. **ASSURANCES: (I) THE PROMOTION OF EQUALITY AND DIVERSITY AND (II) ACADEMIC QUALITY AND STANDARDS**

Governors considered a report of the Principal of the Guildhall School providing assurances to the Board in respect of the School's responsibility to promote equality and diversity, and the Board's responsibility to monitor progress in respect of the continuous improvement of the student academic experience and student outcomes..

- In response to a comment from a Governor regarding the diversity of the Board, the Principal replied that the Higher Education Funding Council for England (HEFCE) would like to see 40% of women on Boards such as that for the Guildhall School. The Chairman added that diversity on the Court of Common Council had improved since 2013 but overall diversity was dependent upon people putting themselves forward for election. The Deputy Chairman noted she had discussed this issue with women on the Common Council and would continue to try to encourage them to stand for election to City Committees.
- Governors noted that the City of London Corporation had a Governor Development Plan in place which was available to both new and long standing City of London Governors.
- A Governor suggested inviting wider City of London Governors to events at the School to improve awareness of the School's activities and promote the School more widely within the City of London Corporation.
- A Governor spoke about monitoring the characterisation of the Board. Town Clerk to prepare a report on this.
- The Principal noted that as far as was possible when appointing to the Board, consideration should be given to the wider Board's skill set and any areas where additional skills would be beneficial. Any women appointed to the Board would be appointed on the basis of their skills and experience, and potential contribution to the work of the Board.

- In concluding discussion on the diversity of the Board, Governors requested that the Town Clerk bring a report to a future meeting regarding the Board's diversity and skills.
- In response to a comment from a Governor regarding the promotion of female actors across the acting industry, the Principal replied that those conversations were already being had within the School.

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16. **GATEWAY 7 OUTCOME REPORT - REFURBISHMENT AND MODIFICATION OF ACCOMMODATION SILK STREET (44100052)**
Governors considered a report of the Principal of the Guildhall School.

RESOLVED, that the project be closed.

17. **GATEWAY 7 OUTCOME REPORT - REFURBISHMENT AND MODIFICATION OF ACCOMMODATION SILK STREET (44100057) (PHASE 2 2014)**

Governors considered a report of the Principal of the Guildhall School. In response to a comment from a Governor regarding the lack of SMART objectives, the Town Clerk noted that the project reporting template had been amended to include SMART objectives going forward.

RESOLVED, that the project be closed.

18. **CARBON REDUCTION KPI**

Governors considered a report of the Director of Operations and Buildings, Barbican/Guildhall School regarding Carbon Reduction Key Performance Indicators at the Guildhall School and the following points were made.

- The Director of Operations and Buildings noted that the City Surveyor was compiling a wider report to review why carbon reduction targets were not being met across the City.
- The Director had joined the City Energy Board to ensure a joined up approach on energy reduction with the rest of the City Departments.
- The Director added that there would be a full review of the School's Carbon Reduction Strategy, including a review of all the targets particularly in light of changes to the shape and usage of the School's estate since 2014.
- In response to a question from a Governor whether the 2015/2016 target in 2014 strategy and the Actual as at 2015/2016 was meant to be the same, the Director of Operations and Buildings replied that the information within the report had been provided by the City and therefore a response would be provided outside of the meeting.

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19. QUESTIONS ON MATTERS RELATING TO THE WORK OF THE BOARD

There were no questions.

20. ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT

There was no other business.

21. EXCLUSION OF THE PUBLIC

RESOLVED – That under Section 100(A) of the Local Government Act 1972, the public be excluded from the meeting for the following items of business on the grounds that they involve the likely disclosure of exempt information as defined in Part I of Schedule 12A of the Local Government Act as follows:-

22. NON PUBLIC MINUTES

RESOLVED - that the non-public minutes of the meeting held on 13 February 2017 be approved as a correct record.

23. NON PUBLIC MINUTES OF THE NOMINATIONS COMMITTEE

The non-public minutes of the Nominations Committee meeting held on 5 May 2017 were received.

RECEIVED

24. NON PUBLIC MINUTES OF THE GOVERNANCE AND EFFECTIVENESS COMMITTEE

The non-public minutes of the Governance and Effectiveness Committee held on 16 June 2017 were received.

RECEIVED

25. *DECISIONS TAKEN UNDER DELEGATED AUTHORITY OR URGENCY SINCE THE LAST MEETING OF THE SUB-COMMITTEE

Governors considered a report of the Town Clerk on action taken under delegated authority or urgency procedure since the last meeting.

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26. TOWARDS A STRATEGIC PLAN 2018-2023

Governors considered a report of the Principal of the Guildhall School regarding moving towards a Strategic Plan 2018-2023.

27. PRINCIPAL'S GENERAL REPORT - NON-PUBLIC

Governors considered a general report of the Principal of the Guildhall School.

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RESOLVED, that Governors agree to extend the meeting beyond two hours' duration in line with Standing Order 40.

28. UPDATE CYCLICAL MAINTENANCE WORKS 2017/18 - 2019/20

Governors considered an update report of the Principal of the Guildhall School regarding cyclical maintenance works for 2017/18-2019/20.

29. FINANCE

29.1 Guildhall School Academic Year 2016/17 Finance Review - Period 10

Governors considered a report of the Principal of the Guildhall School regarding the Guildhall School Academic Year 2016/17 Finance Review – Period 10.

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29.2 Financial Results and Forecasts 2017 - July 2017 Submission

Governors considered a report of the Chief Operating and Financial Officer of the Guildhall School regarding Financial Results and Forecasts 2017 – July 2017 submission.

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29.3 Fee schedule for 2018 entry

Governors considered a report of the Principal of the Guildhall School regarding the tuition fee schedule for 2018 entry. The Board **RESOLVED** that the tuition fee schedule for 2018 entry be approved.

30. GOVERNANCE - RECOMMENDATIONS ARISING FROM THE GOVERNANCE AND EFFECTIVENESS COMMITTEE OF THE BOARD OF GOVERNORS OF THE GUILDHALL SCHOOL OF MUSIC AND DRAMA

Governors considered a report of the Chairman of the Governance and Effectiveness Committee regarding recommendations arising from the recent meeting of the Governance and Effectiveness Committee.

Professor Geoff Crossick left at this point of the meeting.

31. NON PUBLIC QUESTIONS ON MATTERS RELATING TO THE WORK OF THE BOARD

There were no questions.

32. ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT AND WHICH THE BOARD AGREE SHOULD BE CONSIDERED WHILST THE PUBLIC ARE EXCLUDED

There was one item of other business regarding the English Baccalaureate and the removal of Creative Arts from the school curricula.

The meeting ended at 1.25 pm

Chairman

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